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SULLIVAN & WORCESTER

1025 CONNECTICUT AVENUE, N.W.

WASHINGTON, D.C. 20036

(202) 775-8190

TELECOPIER NO. 202-293-2275

June, 2 1994

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(212) 486-8200
TELECOPIER NO. 212-758-2151

Interstate Commerce Commission
12th & Constitution Avenue N.W.
Washington, D.C. 20423
Attn: Mildred Lee

RECORDATION NO. 9761 FILED 1425

JUN 2 1994 - 10 55 AM

INTERSTATE COMMERCE COMMISSION

Dear Ms. Lee:

Enclosed for filing and recordation with the Commission are an original and six counterparts of the document described below to be recorded pursuant to 49 USC § 11303.

This document is a CERTIFICATE OF AMENDMENT OF EQUIPMENT IDENTIFYING MARKS, dated May 27, 1994 by BANKERS TRUST COMPANY, Owner/Lessor.

The primary document to which this document is connected is No. 9761.

The name and address of the party to this document is as follows:

Owner/Lessor: Bankers Trust Company
130 Liberty Street
New York, New York 10006

The equipment covered by this document is 56 covered hopper cars bearing marks CLEX 905002, 905004, 905006-905008, 905011-905014, 905017-905018, 905020-905025, 905027-905035, 905037, 905039-905040, 905042-905044, 905046-905052, 905054-905055, 905058-905059, 905064-905074, 905076, 905079

This document should be indexed as: Certificate of Amendment Of Equipment Identifying Marks, dated May 27, 1994 By Bankers Trust Company.

A check in the amount of \$18.00 for the requisite filing fee is enclosed.

Very truly yours,


Robert L. Calhoun
Attorney for Bankers Trust Company

Enclosure



LI022000
JUN 2 1994
FBI NEW YORK

Interstate Commerce Commission
Washington, D.C. 20423

6/2/94

OFFICE OF THE SECRETARY

Robert L. Calhoun Atty.

Sullivan & Worcester

1025 Connecticut Avenue N.W.
Washington, D.C. 20036

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions
of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303,
on 6/2/94 at 10:55am , and assigned
recordation number(s). 9761-F, 11216-C, 11041-E, 11122-E & 12235-D

Sincerely yours,

Secretary
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

**CERTIFICATE OF AMENDMENT OF
EQUIPMENT IDENTIFYING MARKS**

RECORDATION NO. 9761-F FILED 1425

JUN 2 1994 - 10 55 AM

INTERSTATE COMMERCE COMMISSION

THIS CERTIFICATE made this 27th day of May, 1994 by
Bankers Trust Company.

W I T N E S S E T H :

WHEREAS, Bankers Trust Company is the Owner/Lessor of fifty-six (56) open-top hopper cars, originally bearing identifying marks as set forth in Exhibit A attached hereto (the Equipment), which freight cars are owned by Bankers Trust Company and which freight cars are subject to existing liens and encumbrances; and

WHEREAS, Bankers Trust Company, is certifying that the identifying marks of the units of the Equipment, which were heretofore subject to filings with the Interstate Commerce Commission pursuant to Section 11101 of Title 49 of the U.S. Code under the Recordation No. 9761 have been amended as set forth in Exhibit A.

NOW, THEREFORE, in consideration of the premises, Bankers Trust Company does hereby certify that the current identifying marks of the fifty-six (56) units of Equipment are as set forth in Exhibit A.

STATE OF NEW YORK)
)
COUNTY OF NEW YORK)

On this 27 day of May, 1994 before me personally appeared Jeffrey Russo who
being by me duly sworn says that he is the Vice President of Bankers Trust Company and that
the seal affixed to the foregoing instrument was signed on behalf of said corporation by authority
of the Board of Directors of said Corporation.

ANGELA C. PITCHFORD
Notary Public, State of New York
No. 01PI5023309
Qualified in New York County
Commission Expires Feb. 7, 1996

Angela C. Pitchford

Notary Public

EXHIBIT A

ORIGINAL
CARMARK

SSIX 905002
SSIX 905003
SSIX 905004
SSIX 905005
SSIX 905006-905008
SSIX 905009
SSIX 905010
SSIX 905011-905014
SSIX 905015
SSIX 905016
SSIX 905017, 905018
SSIX 905019
SSIX 905020-905025
SSIX 905026
SSIX 905027-905035
SSIX 905036
SSIX 905037
SSIX 905038
SSIX 905039, 905040
SSIX 905041
SSIX 905042-905044
SSIX 905045
SSIX 905046-905052
SSIX 905053
SSIX 905054-905055
SSIX 905056
SSIX 905057
SSIX 905058, 905059
SSIX 905060
SSIX 905061
SSIX 905062
SSIX 905063
SSIX 905064-905074
SSIX 905075
SSIX 905076
SSIX 905077
SSIX 905078
SSIX 905079

CURRENT
CARMARK

CELX 905002
DESTROYED
CELX 905004
DESTROYED
CELX 905006-905008
DESTROYED
DESTROYED
CELX 905011-905014
DESTROYED
DESTROYED
CELX 905017, 905018
DESTROYED
CELX 905020-905025
DESTROYED
CELX 905027-905035
DESTROYED
CELX 905037
DESTROYED
CELX 905039, 905040
DESTROYED
CELX 905042-905044
DESTROYED
CELX 905046-905052
DESTROYED
CELX 905054-905055
DESTROYED
DESTROYED
CELX 905058, 905059
DESTROYED
DESTROYED
DESTROYED
DESTROYED
CELX 905064-905074
DESTROYED
CELX 905076
DESTROYED
DESTROYED
CELX 905079

TOTAL:

56

1951M

Bankers Trust Company

By:



Its Vice President